

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§	
	§	<b>Chapter 11</b>
	§	
<b>FIELDWOOD ENERGY III LLC, et al.,</b>	§	<b>Case No. 20-33948 (MI)</b>
	§	
<b>Post-Effective Date Debtors.<sup>1</sup></b>	§	<b>(Jointly Administered)</b>
	§	
	§	

**CERTIFICATE OF NO OBJECTION TO FINAL FEE APPLICATION  
OF O'MELVENY & MYERS LLP AS SPECIAL COUNSEL TO THE  
RESTRUCTURING COMMITTEE OF THE BOARD OF DIRECTORS OF THE  
DEBTORS FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED  
AND REIMBURSEMENT OF OUT-OF-POCKET EXPENSES INCURRED FOR THE  
PERIOD OF MARCH 18, 2021 THROUGH AUGUST 27, 2021**

1. On October 12, 2021, the *Final Fee Application of O'Melveny & Myers LLP as Special Counsel to the Restructuring Committee of the Board Of Directors of the Debtors for Allowance of Compensation for Services Rendered and Reimbursement of Out-of-Pocket Expenses Incurred for the Period of March 18, 2021 Through August 27, 2021* [D.I. 2090] (the "**Application**") was filed with the Court by O'Melveny & Myers LLP ("**OMM**"), special counsel to the restructuring committee of the Board of Directors of the Debtors.

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<sup>1</sup> The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the "**Post-Effective Date FWE I Subsidiaries**") are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

2. Responses, if any, to the Application were required to have been filed with the Court on or before November 1, 2021 (the “**Response Deadline**”).

3. Prior to the expiration of the Response Deadline, OMM received comments from David M. Dunn (the “**Plan Administrator**”) to the Application. Specifically, the Plan Administrator requested the addition of certain language to the proposed order attached to the Application (the “**Original Proposed Order**”). A revised version of the proposed order accepting and incorporating the Plan Administrator’s comments is attached hereto as **Exhibit A** (the “**Revised Proposed Order**”).

4. In accordance with paragraph 41 of the *Procedures for Complex Chapter 11 Cases in the Southern District of Texas*, the undersigned counsel files this Certificate of No Objection and represents to the Court that (i) more than 24 hours have passed since the Response Deadline, (ii) the undersigned counsel is unaware of any objections to the Application, and (iii) the undersigned counsel has reviewed the Court’s docket and no objection or response to the Application appears thereon.

5. Therefore, OMM respectfully request entry of the Revised Proposed Order attached hereto as **Exhibit A**. A blackline of the Revised Proposed Order marked against the Original Proposed Order filed with the Application is attached hereto as **Exhibit B**.

Dated: November 4, 2021

Respectfully Submitted,

By: /s/ Daniel S. Shamah

O'MELVENY & MYERS LLP

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**Certificate of Service**

I certify that on November 4, 2021, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Alfredo R. Perez

Alfredo R. Perez